

EXHIBIT 2B

REDACTED PUBLIC VERSION

DEFENDANTS' STATEMENT OF
CONTESTED FACTS

Defendants' Statement of Contested Facts

1. Sabre's acquisition of Farelogix is procompetitive, as it will enable Sabre to continue to advance its own—and the industry's—capabilities related to the technology standard called "New Distribution Capability" ("NDC").
2. Sabre's Global Distribution System ("GDS") connects over 400 airlines, 175,000 hotel properties, and 40 car rental brands, with over 425,000 travel agents, and provides a broad set of services to both travel suppliers and travel agencies.
3. Sabre's GDS offers numerous services to travel agencies, including aggregation of scheduling, pricing and availability from airlines, interlining services, automated compliance with corporate travel policies, and integration with mid- and back-office systems.
4. Sabre's GDS also provides valuable services to airlines, including instant access to its network of over 425,000 travel agencies.
5. Farelogix's Open Connect product ("FLX OC") consists of software and related services, and is sold only to airlines.
6. Farelogix has no commercial relationships with travel agencies.
7. FLX OC uses a publicly-available technology standard called NDC to build an Application Programming Interface ("API") that connects to internal airline systems.
8. An airline can use FLX OC to enable other technology systems or third parties to access the airline's internal airline systems to search for and book tickets on that particular airline.
9. An airline could purchase FLX OC and use it use to connect its internal systems to its public-facing website and thereby enable users of the airline website to book tickets.

10. An airline could also use FLX OC to connect its internal systems to a GDS or to a travel agent.
11. Sabre's GDS and FLX OC do not compete. FLX OC is a complementary input to distributors such as Sabre or the airlines when airlines act as their own distributors.
12. Farelogix faces challenges scaling its FLX OC product.
13. Sabre's GDS faces competition for supply of travel distribution services from other GDSs, including Amadeus and Travelport, as well as airlines' own self-supplied distribution channels.
14. Sabre is not a dominant supplier of travel distribution services.
15. FLX OC competes in a worldwide market for the development and implementation of content distribution APIs for airlines.
16. Implementing one-to-one direct connections with airlines is costly for travel agencies and is significantly less efficient for travel agents than transactions using the GDSs.
17. Direct connections do not enable comparison shopping.
18. IATA's NDC standard has facilitated entry of suppliers of NDC APIs other than Farelogix.
19. 21 IT companies have achieved the International Air Transport Association's ("IATA's") highest level of certification for offer and order management, and other IT companies have developed NDC APIs with capabilities that are more advanced than FLX OC's.
20. Airlines can, and do, use NDC API suppliers other than FLX OC, as well as self-supplied APIs and non-NDC APIs.
21. [REDACTED] supplies its NDC API in house.
22. [REDACTED] supplies its NDC API in house.

23. [REDACTED] supplies its NDC API in house.
24. OpenJaw Technologies is the NDC API provider for offer and order management for Cathay Pacific Airways.
25. [REDACTED] supplies its NDC API in house.
26. Amadeus provides NDC APIs to over [REDACTED] customers.
27. Datalex is the NDC API provider for JetBlue and Scandinavian Airlines.
28. Farelogix is the NDC API provider for offer and order management for American Airlines, the Lufthansa Group, Qantas Airways, Qatar Airways, and United Airlines.
29. Farelogix also provides a direct connection to [REDACTED] for United Airlines that is not NDC-enabled.
30. The Airline Tariff Publishing Company has developed a product called NDC Exchange, which can translate an airline's non-NDC API into the most recent version of NDC for third parties to consume.
31. Southwest Airlines connects its proprietary API into NDC Exchange in order to enable NDC-based bookings.
32. Over the last four years, Farelogix [REDACTED] of the FLX OC opportunities on which it has bid—[REDACTED]
33. Within the last few years, Farelogix [REDACTED] as a FLX OC customer.
34. Farelogix expects to [REDACTED]
[REDACTED]
35. Travel industry participants recognize that the future growth of NDC-based bookings requires integration of NDC content into the GDSs.

36. Sabre is committed to developing its NDC capabilities to better serve its airline and travel agency customers.
37. Sabre's current NDC offerings do not compete with FLX OC.
38. Sabre's net effective fee—its booking fees from airlines less the incentives paid to travel agencies—[REDACTED] due to competition among GDSs and between GDSs and airline direct channels.
39. Sabre's GDS fees [REDACTED] due to airline direct channel sales growth.
40. Travel agencies can “multi-home” GDSs and use their commercial relationships with other GDSs as bargaining leverage to improve commercial terms with GDSs.
41. Sabre's contracts with airlines and travel agents are heavily and individually negotiated.
42. The threat to withhold certain fares from Sabre's GDS and make those fares available only on their own websites is the most significant leverage that airlines have and use during contract negotiations with Sabre.

MARKET DEFINITION

43. Booking services is not an industry-recognized product.
44. Sabre's GDS competes for the supply of travel distribution services, while FLX OC competes in a global market for the development and implementation of distribution APIs, including NDC APIs.
45. Going forward, [REDACTED]
[REDACTED], further demonstrating that FLX OC is a complement to and not a competitor of Sabre's GDS.
46. The Sabre GDS is a transaction platform, and the relevant market for such a platform must include both airlines and travel agents.

- 47. Booking services for the sale of airline tickets through traditional travel agencies is not a cognizable relevant product market.
- 48. Booking services for the sale of airline tickets through online travel agencies (“OTAs”) is not a cognizable relevant product market.
- 49. Any market for the supply of travel distribution services must include an airline’s direct sales channels, such as sales through an airline’s website.
- 50. Leisure travelers switch in significant volumes between OTAs and airline websites.

COMPETITIVE EFFECTS

- 51. Sabre’s acquisition of Farelogix (the “Transaction”) is a vertical merger, involving the acquisition of a vertical input offered by Farelogix that can be integrated into Sabre’s GDS platform.
- 52. The Transaction will have no impact on horizontal competition.
- 53. The Transaction will not substantially lessen competition in either of the alleged booking services markets.
- 54. Even if Sabre’s GDS and FLX OC competed in the same market, the increase in market concentration in either of the alleged markets is insufficient to trigger a presumption of competitive harm.
- 55. The Government cannot attribute FLX OC sales that go through the GDSs to Farelogix for the purpose of calculating market share.
- 56. The Government must include sales through airline websites for the purpose of calculating market share in both of its alleged product markets.
- 57. The Transaction will have no impact on the price of NDC APIs because Farelogix is not a unique supplier of NDC APIs.

58. The Transaction will enable Sabre to offer an end-to-end NDC solution that will allow Sabre to better compete with its primary competitors, Amadeus and Travelport.
59. Sabre's CEO Sean Menke has committed to customers to (1) make FLX OC available at the same prices available today or lower; (2) extend any existing Farelogix and Sabre GDS contracts on the same terms, including pricing, for three years past their expiration date; and (3) provide at least the same level of support for and investment in Farelogix's capabilities.